000013240 THE UNITED STATES

ACCOUNT NO.: 072100000032

REFERENCE: 797814 7152055

AUTHORIZATION :

COST LIMIT : Totalis / mit

ORDER DATE: April 28, 1998

ORDER TIME : 9:51 AM

CORPORATION

ORDER NO. : 797814-005

CUSTOMER NO: 7152055

CUSTOMER: Mr. Christopher P. Deegan MR. CHRISTOPHER P. DEEGAN

3299 North Federal Highway

Pompano Beach, FL 33064

100002503411--6

DOMESTIC FILING

NAME:

J.C. TALENT MANAGEMENT INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

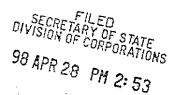
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY ____ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION

OF

J.C. TALENT MANAGEMENT INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: 1

J.C. TALENT MANAGEMENT INC.

The address of the principal office of this corporation shall be 3299 North Federal Highway, Pompano Beach, Florida 33064, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

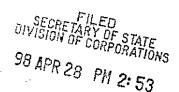
This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Jeff Burns 3299 North Federal Highway,
Pompano Beach, Florida 33064

Christopher P. Deegan 3299 North Federal Highway, Pompano Beach, Flordia 33064



ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents Inc. 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these

Articles of Incorporation on April 28, 1998.

Its Agent, Karen B. Rozar Incorporator

DEGEOGRAPH AGENT DEGEON

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607,0505, Florida Statutes.

Its Agent, Karen B. Rozar Authorized Service Representative

Corporation Service Company

TAP/STACY L EARNEST